



IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

RECEIVED

OCT 19 2001

Technology Center 2600

Assistant Commissioner of Patents
Box Assignments
Washington, D.C. 20231

DECLARATION OF OWNERSHIP PURSUANT TO 37 CFR § 2.20

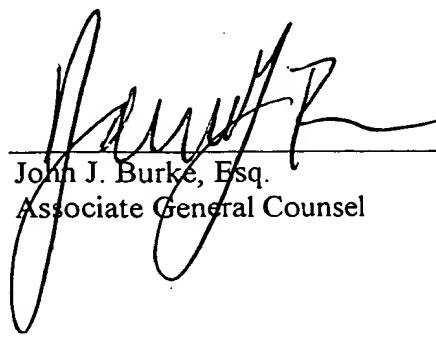
1. I, John J. Burke, hereby declare that I am an Associate General Counsel for UBS PaineWebber Inc. ("UBS PaineWebber").

2. UBS PaineWebber was formed pursuant to a merger agreement between UBS AG ("UBS") and Paine Webber Group Inc. PaineWebber Incorporated ("PaineWebber") was a wholly owned subsidiary of Paine Webber Group Inc. UBS PaineWebber filed a Certificate of Amendment of Certificate of Incorporation, which is attached hereto, on March 5, 2001, with the Delaware Secretary of State to reflect the corporate name change.

3. UBS PaineWebber, a Delaware corporation with offices at 1200 Harbor Blvd. Weehawken, New Jersey 07087, has acquired all right, title and interest in and to all assets and liabilities of PaineWebber, including all patents, trademarks and other intellectual property of PaineWebber. A list of patent applications currently filed with the U.S. Patent Office is attached hereto as Exhibit A.

4. The undersigned being warned that willful false statements and the like are punishable by fine or imprisonment, or both, under 18 U.S.C. 1001, and that such willful false statements and the like may jeopardize the validity of the application or document or any registration resulting therefrom, declares that all statements made of his/her own knowledge are true; and all statements made on information and belief are believed to be true.

Dated: September 6, 2001


John J. Burke, Esq.
Associate General Counsel



State of Delaware
Office of the Secretary of State

PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "PAINEWEBBER INCORPORATED", CHANGING ITS NAME FROM "PAINEWEBBER INCORPORATED" TO "UBS PAINEWEBBER INC.", FILED IN THIS OFFICE ON THE FIFTH DAY OF MARCH, A.D. 2001, AT 9 O'CLOCK A.M.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

0719006 8100

AUTHENTICATION: 1245744

010336619

DATE: 07-16-01



STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 03/05/2001
010107716 - 0719006

RECEIVED
OCT 19 2001
Technology Center 2600

CERTIFICATE OF AMENDMENT OF CERTIFICATE OF INCORPORATION

OF

PAINWEBBER INCORPORATED

It is hereby certified that:

1. The name of the corporation (hereinafter called the "corporation") is PaineWebber Incorporated.
2. The certificate of incorporation of the corporation is hereby amended by striking out Article I thereof and by substituting in lieu of said Article I the following new Article I:

ARTICLE I

NAME

The name of the corporation is:

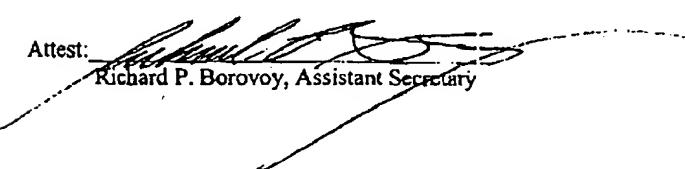
UBS PaineWebber Inc.

3. The amendment of the certificate of incorporation herein certified has been duly adopted and written consent has been given in accordance with the provisions of Sections 141, 228 and 242 of the General Corporation Law of the State of Delaware.

Signed on March 5, 2001

By: Geraldine L. Banyai
Geraldine L. Banyai, Corporate Vice President

Attest:


Richard P. Borovoy, Assistant Secretary



RECEIVED

OCT 19 2001

Technology Center 2600

UBS PAINEWEEBER INC.

Incumbency Certificate

I, Richard P. Borovoy, Assistant Secretary of UBS PaineWebber Inc., a Delaware corporation (the "Company"), DO HEREBY CERTIFY as follows:

The below-named person has been duly elected, has duly qualified and at all subsequent times to and including the date hereof, has been an officer of the Company, holding the office set opposite his name, and the signature below set opposite his name is his genuine signature or true facsimile thereof:

Name

John J. Burke

Office

Corporate Vice President

Signature

A handwritten signature in black ink, appearing to read "John J. Burke", is written over a solid horizontal line.

IN WITNESS WHEREOF I have hereunto set my hand and affixed the seal of the Corporation this 19th day of March, 2001.

A handwritten signature in black ink, appearing to read "Richard P. Borovoy", is written over a diagonal line.

Assistant Secretary